

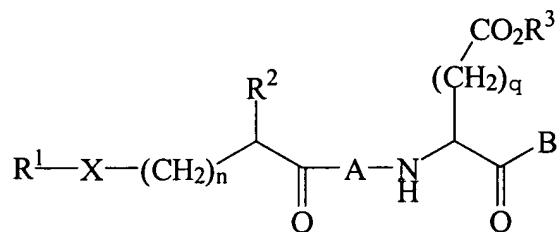
**Amendments to the Claims:**

This listing of claims will replace all prior versions, and listings, of claims in the application:

**Listing of Claims:**

1-41. (Cancelled)

42. (Currently Amended) A method of treating ~~arthritis, an inflammatory disease,~~ comprising administering to a patient in need thereof an effective amount of a pharmaceutical composition comprising a compound of the following formula:



Formula I

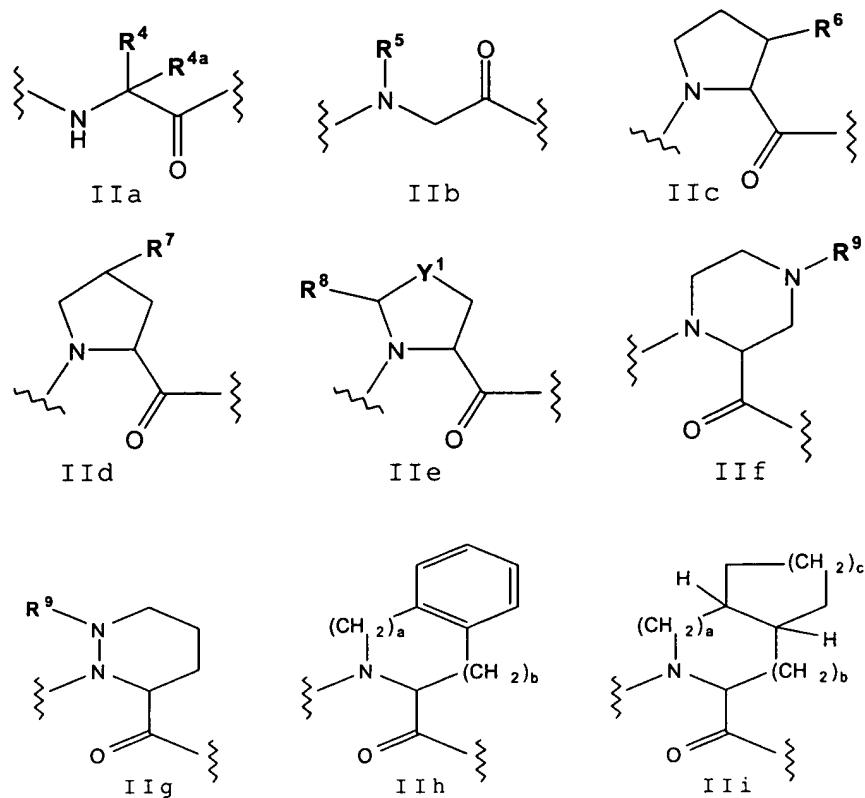
wherein:

n is 0 or 1;

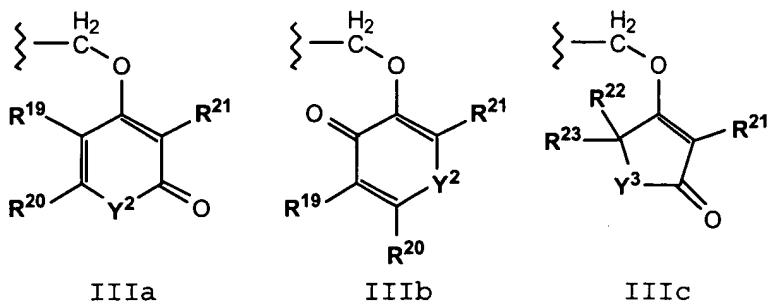
q is 1;

X is O or NH;

A is a natural or unnatural amino acid of Formula IIa-i:



B is a hydrogen atom, a deuterium atom, C<sub>1-10</sub> straight chain or branched alkyl, cycloalkyl, phenyl, substituted phenyl, naphthyl, substituted naphthyl, 2-benzoxazolyl, substituted 2-oxazolyl, (CH<sub>2</sub>)<sub>m</sub>cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl), (CH<sub>2</sub>)<sub>m</sub>heteroaryl, halomethyl, CO<sub>2</sub>R<sup>13</sup>, CONR<sup>14</sup>R<sup>15</sup>, CH<sub>2</sub>ZR<sup>16</sup>, CH<sub>2</sub>OCO(aryl), CH<sub>2</sub>OCO(substituted aryl), CH<sub>2</sub>OCO(heteroaryl), CH<sub>2</sub>OCO(substituted heteroaryl), or CH<sub>2</sub>OPO(R<sup>17</sup>)R<sup>18</sup>, where Z is an oxygen or a sulfur atom, or B is a group of the Formula IIIa-c:



R<sup>1</sup> is substituted phenyl, naphthyl, or substituted naphthyl;

R<sup>2</sup> is hydrogen, lower alkyl, (CH<sub>2</sub>)<sub>p</sub>CO<sub>2</sub>R<sup>3</sup>, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl),

(CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl), or (CH<sub>2</sub>)<sub>m</sub>tetrazolyl;

R<sup>3</sup> is hydrogen or lower alkyl;

and wherein:

R<sup>4</sup> is alkyl, cycloalkyl, phenyl, substituted phenyl, (CH<sub>2</sub>)<sub>m</sub>NH<sub>2</sub>, (CH<sub>2</sub>)<sub>m</sub>NHCOR<sup>10</sup>, (CH<sub>2</sub>)<sub>m</sub>N(C=NH)NH<sub>2</sub>, (CH<sub>2</sub>)<sub>p</sub>CO<sub>2</sub>R<sup>3</sup>, (CH<sub>2</sub>)<sub>p</sub>OR<sup>11</sup>, (CH<sub>2</sub>)<sub>p</sub>SR<sup>12</sup>, (CH<sub>2</sub>)<sub>m</sub>cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl), or (CH<sub>2</sub>)<sub>m</sub>heteroaryl, wherein heteroaryl includes (but is not limited to) pyridyl, thienyl, furyl, thiazolyl, imidazolyl, pyrazolyl, isoxazolyl, pyrazinyl, pyrimidyl, triazinyl, tetrazolyl, and indolyl;

R<sup>4a</sup> is hydrogen, or methyl, or R<sup>4</sup> and R<sup>4a</sup> taken together are -(CH<sub>2</sub>)<sub>d</sub>- where d is an integer from 2 to 6;

R<sup>5</sup> is phenyl, substituted phenyl, (CH<sub>2</sub>)<sub>p</sub>phenyl, (CH<sub>2</sub>)<sub>p</sub>(substituted phenyl), cycloalkyl, or benzofused cycloalkyl;

R<sup>6</sup> is hydrogen, alkyl, cycloalkyl, phenyl, substituted phenyl, (CH<sub>2</sub>)<sub>m</sub>cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), or (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl);

R<sup>7</sup> is hydrogen, fluorine, oxo, alkyl, cycloalkyl, phenyl, substituted phenyl, naphthyl, (CH<sub>2</sub>)<sub>m</sub>cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl), OR<sup>11</sup>, SR<sup>12</sup>, or NHCOR<sup>10</sup>;

R<sup>8</sup> is hydrogen, oxo, alkyl, cycloalkyl, phenyl, substituted phenyl, naphthyl, (CH<sub>2</sub>)<sub>m</sub>cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), or (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl);

R<sup>9</sup> is alkyl, cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl), or COR<sup>10</sup>;

R<sup>10</sup> is hydrogen, alkyl, cycloalkyl, phenyl, substituted phenyl, naphthyl, (CH<sub>2</sub>)<sub>m</sub>cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl), OR<sup>13</sup>, or NR<sup>14</sup>R<sup>15</sup>;

R<sup>11</sup> is hydrogen, alkyl, cycloalkyl, phenyl, substituted phenyl, naphthyl, (CH<sub>2</sub>)<sub>m</sub>cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), or (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl);

R<sup>12</sup> is alkyl, cycloalkyl, phenyl, substituted phenyl, naphthyl, (CH<sub>2</sub>)<sub>m</sub>cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), or (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl);

R<sup>13</sup> is alkyl, cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), or (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl);

R<sup>14</sup> is hydrogen, alkyl, cycloalkyl, phenyl, substituted phenyl, naphthyl, substituted naphthyl, (CH<sub>2</sub>)<sub>m</sub>cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), or (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl);

R<sup>15</sup> is hydrogen or alkyl; or

R<sup>14</sup> and R<sup>15</sup> taken together form a five, six or seven membered carbocyclic or heterocyclic ring, such as morpholine or N-substituted piperazine;

R<sup>16</sup> is phenyl, substituted phenyl, naphthyl, substituted naphthyl, heteroaryl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl), or (CH<sub>2</sub>)<sub>m</sub>heteroaryl;

R<sup>17</sup> and R<sup>18</sup> are independently alkyl, cycloalkyl, phenyl, substituted phenyl, naphthyl, or phenylalkyl, substituted phenylalkyl, or (cycloalkyl)alkyl;

R<sup>19</sup> and R<sup>20</sup> are independently hydrogen, alkyl, phenyl, substituted phenyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, or (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), or R<sup>19</sup> and R<sup>20</sup> taken together are -(CH=CH)<sub>2</sub>-;

R<sup>21</sup> is hydrogen, alkyl, phenyl, substituted phenyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl);

R<sup>22</sup>, R<sup>23</sup> and R<sup>24</sup> are independently hydrogen or alkyl;

Y<sup>1</sup> is CH<sub>2</sub>, (CH<sub>2</sub>)<sub>2</sub>, (CH<sub>2</sub>)<sub>3</sub>, or S;

Y<sup>2</sup> is O or NR<sup>24</sup>;

Y<sup>3</sup> is CH<sub>2</sub>, O, or NR<sup>24</sup>;

a is 0 or 1 and b is 1 or 2, provided that when a is 1 then b is 1;

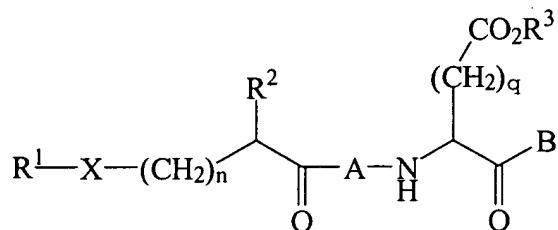
c is 1 or 2, provided that when c is 1 then a is 0 and b is 1;

m is 1, 2, 3 or 4; and

p is 1 or 2;

or a pharmaceutically acceptable salt thereof, in combination with a pharmaceutically acceptable carrier.

51. (New) A method of treating hepatitis, comprising administering to a patient in need thereof an effective amount of a pharmaceutical composition comprising a compound of the following formula:



Formula I

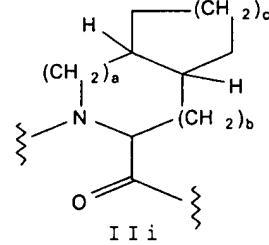
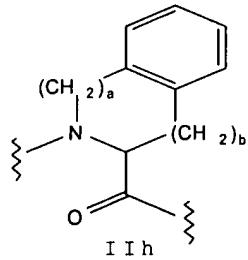
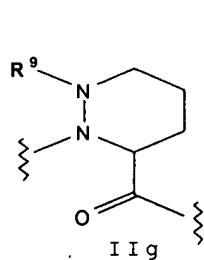
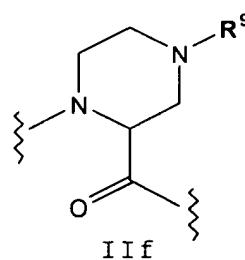
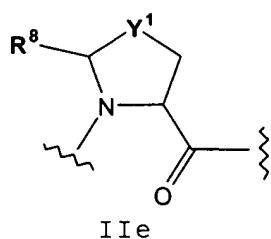
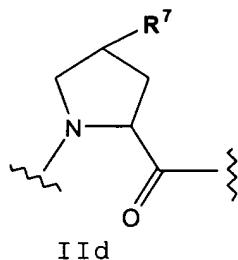
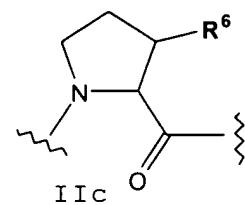
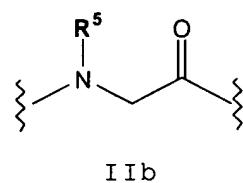
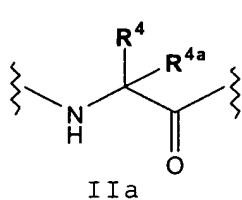
wherein:

n is 0 or 1;

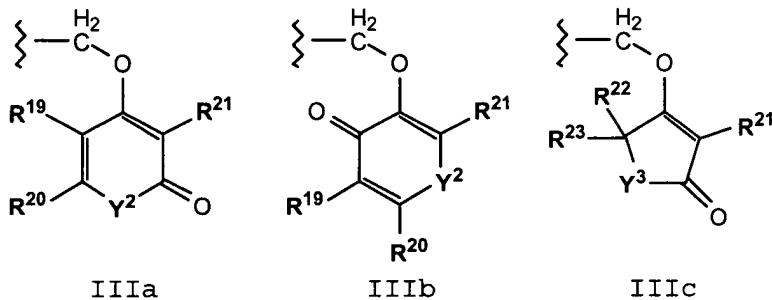
q is 1;

X is O or NH;

A is a natural or unnatural amino acid of Formula IIa-i:



B is a hydrogen atom, a deuterium atom, C<sub>1-10</sub> straight chain or branched alkyl, cycloalkyl, phenyl, substituted phenyl, naphthyl, substituted naphthyl, 2-benzoxazolyl, substituted 2-oxazolyl, (CH<sub>2</sub>)<sub>m</sub>cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl), (CH<sub>2</sub>)<sub>m</sub>heteroaryl, halomethyl, CO<sub>2</sub>R<sup>13</sup>, CONR<sup>14</sup>R<sup>15</sup>, CH<sub>2</sub>ZR<sup>16</sup>, CH<sub>2</sub>OCO(aryl), CH<sub>2</sub>OCO(substituted aryl), CH<sub>2</sub>OCO(heteroaryl), CH<sub>2</sub>OCO(substituted heteroaryl), or CH<sub>2</sub>OPO(R<sup>17</sup>)R<sup>18</sup>, where Z is an oxygen or a sulfur atom, or B is a group of the Formula IIIa-c:



R<sup>1</sup> is substituted phenyl, naphthyl, or substituted naphthyl;

R<sup>2</sup> is hydrogen, lower alkyl, (CH<sub>2</sub>)<sub>p</sub>CO<sub>2</sub>R<sup>3</sup>, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl), or (CH<sub>2</sub>)<sub>m</sub>tetrazolyl;

R<sup>3</sup> is hydrogen or lower alkyl;

and wherein:

R<sup>4</sup> is alkyl, cycloalkyl, phenyl, substituted phenyl, (CH<sub>2</sub>)<sub>m</sub>NH<sub>2</sub>, (CH<sub>2</sub>)<sub>m</sub>NHCOR<sup>10</sup>, (CH<sub>2</sub>)<sub>m</sub>N(C=NH)NH<sub>2</sub>, (CH<sub>2</sub>)<sub>p</sub>CO<sub>2</sub>R<sup>3</sup>, (CH<sub>2</sub>)<sub>p</sub>OR<sup>11</sup>, (CH<sub>2</sub>)<sub>p</sub>SR<sup>12</sup>, (CH<sub>2</sub>)<sub>m</sub>cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl), or (CH<sub>2</sub>)<sub>m</sub>heteroaryl, wherein heteroaryl includes (but is not limited to) pyridyl, thienyl, furyl, thiazolyl, imidazolyl, pyrazolyl, isoxazolyl, pyrazinyl, pyrimidyl, triazinyl, tetrazolyl, and indolyl;

R<sup>4a</sup> is hydrogen, or methyl, or R<sup>4</sup> and R<sup>4a</sup> taken together are -(CH<sub>2</sub>)<sub>d</sub>- where d is an integer from 2 to 6;

R<sup>5</sup> is phenyl, substituted phenyl, (CH<sub>2</sub>)<sub>p</sub>phenyl, (CH<sub>2</sub>)<sub>p</sub>(substituted phenyl), cycloalkyl, or benzofused cycloalkyl;

R<sup>6</sup> is hydrogen, alkyl, cycloalkyl, phenyl, substituted phenyl, (CH<sub>2</sub>)<sub>m</sub>cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), or (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl);

R<sup>7</sup> is hydrogen, fluorine, oxo, alkyl, cycloalkyl, phenyl, substituted phenyl, naphthyl, (CH<sub>2</sub>)<sub>m</sub>cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl), OR<sup>11</sup>, SR<sup>12</sup>, or NHCOR<sup>10</sup>;

R<sup>8</sup> is hydrogen, oxo, alkyl, cycloalkyl, phenyl, substituted phenyl, naphthyl, (CH<sub>2</sub>)<sub>m</sub>cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), or (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl);

R<sup>9</sup> is alkyl, cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl), or COR<sup>10</sup>;

R<sup>10</sup> is hydrogen, alkyl, cycloalkyl, phenyl, substituted phenyl, naphthyl, (CH<sub>2</sub>)<sub>m</sub>cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl), OR<sup>13</sup>, or NR<sup>14</sup>R<sup>15</sup>;

R<sup>11</sup> is hydrogen, alkyl, cycloalkyl, phenyl, substituted phenyl, naphthyl, (CH<sub>2</sub>)<sub>m</sub>cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), or (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl);

R<sup>12</sup> is alkyl, cycloalkyl, phenyl, substituted phenyl, naphthyl, (CH<sub>2</sub>)<sub>m</sub>cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), or (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl);

R<sup>13</sup> is alkyl, cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), or (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl);

R<sup>14</sup> is hydrogen, alkyl, cycloalkyl, phenyl, substituted phenyl, naphthyl, substituted naphthyl, (CH<sub>2</sub>)<sub>m</sub>cycloalkyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), or (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl);

R<sup>15</sup> is hydrogen or alkyl; or

R<sup>14</sup> and R<sup>15</sup> taken together form a five, six or seven membered carbocyclic or heterocyclic ring, such as morpholine or N-substituted piperazine;

R<sup>16</sup> is phenyl, substituted phenyl, naphthyl, substituted naphthyl, heteroaryl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), (CH<sub>2</sub>)<sub>m</sub>(1 or 2-naphthyl), or (CH<sub>2</sub>)<sub>m</sub>heteroaryl;

R<sup>17</sup> and R<sup>18</sup> are independently alkyl, cycloalkyl, phenyl, substituted phenyl, naphthyl, or phenylalkyl, substituted phenylalkyl, or (cycloalkyl)alkyl;

R<sup>19</sup> and R<sup>20</sup> are independently hydrogen, alkyl, phenyl, substituted phenyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, or (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl), or R<sup>19</sup> and R<sup>20</sup> taken together are -(CH=CH)<sub>2</sub>-;

R<sup>21</sup> is hydrogen, alkyl, phenyl, substituted phenyl, (CH<sub>2</sub>)<sub>m</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>(substituted phenyl);

R<sup>22</sup>, R<sup>23</sup> and R<sup>24</sup> are independently hydrogen or alkyl;

Y<sup>1</sup> is CH<sub>2</sub>, (CH<sub>2</sub>)<sub>2</sub>, (CH<sub>2</sub>)<sub>3</sub>, or S;

Y<sup>2</sup> is O or NR<sup>24</sup>;

Y<sup>3</sup> is CH<sub>2</sub>, O, or NR<sup>24</sup>;

a is 0 or 1 and b is 1 or 2, provided that when a is 1 then b is 1;

c is 1 or 2, provided that when c is 1 then a is 0 and b is 1;

m is 1, 2, 3 or 4; and

p is 1 or 2;

or a pharmaceutically acceptable salt thereof, in combination with a pharmaceutically acceptable carrier.